

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:)	
)	Chapter 11
)	
CORE SCIENTIFIC, INC., <i>et al</i> ,)	Case No.22-90341 (DRJ)
)	
Debtors. ¹)	(Jointly Administered)
)	

**GEM MINING’S WITNESS AND EXHIBIT LIST
FOR MAY 22, 2023 HEARING ON EMERGENCY MOTION TO
COMPEL ASSUMPTION OR REJECTION OF EXECUTORY
CONTRACTS OR, IN THE ALTERNATIVE, FOR ADEQUATE PROTECTION**

GEM Mining 1, LLC (“GEM Mining 1”) and GEM Mining 4, LLC (“GEM Mining 4” or, together with GEM Mining 1, “GEM Mining”) respectfully file this witness and exhibit list (the “Witness and Exhibit List”) for the hearing scheduled for May 22, 2023 at 1:30 p.m. (Prevailing Central Time) (the “Hearing”) on *GEM Mining’s Emergency Motion to Compel Assumption or Rejection of Executory Contracts or, in the Alternative, for Adequate Protection* (Doc. 787):

WITNESSES

GEM Mining may call any of the following witnesses at the Hearing:

1. Joe Poore, Chief Financial Officer of GEM Mining;
2. John Warren, Chief Executive Officer of GEM Mining;
3. Any witness called or listed by any other party; and

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Core Scientific Mining LLC (6971); Core Scientific, Inc. (3837); Core Scientific Acquired Mining LLC (N/A); Core Scientific Operating Company (5526); Radar Relay, Inc. (0496); Core Scientific Specialty Mining (Oklahoma) LLC (4327); American Property Acquisition, LLC (0825); Starboard Capital LLC (6677); RADAR LLC (5106); American Property Acquisitions I, LLC (9717); and American Property Acquisitions, VII, LLC (3198). The Debtors’ corporate headquarters and service address is 210 Barton Springs Road, Suite 300, Austin, Texas 78704.

4. Any rebuttal witnesses.

EXHIBITS

GEM Mining may offer into evidence any one or more of the following exhibits:

Exhibit No.	Description	Offered	Objection	Admitted	Date
1.	Master Services Agreement dated February 5, 2021 between Core Scientific, Inc. and GEM Mining 1, LLC				
2.	Master Services Agreement dated July 9, 2021 between Core Scientific, Inc. and GEM Mining 4, LLC				
3.	Amended and Restated Order # 8 between Core Scientific, Inc. and GEM Mining 1, LLC				
4.	Master Services Agreement Order # 1 between Core Scientific, Inc. and GEM Mining 4, LLC				
5.	Email dated October 18, 2022 from Joe Poore to Jeff Pratt				
6.	Email dated October 25, 2022 from Jeff Pratt to Joe Poore and related thread				
7.	Email dated October 26, 2022 from Joe Poore to Jeff Pratt and related thread				
8.	Email dated November 8, 2022 from Joe Poore to John Thompson and related thread				
9.	Notice of Termination of Services dated November 4, 2022				
10.	Email dated January 4, 2023 from Joe Poore to Mitch Livingston and related thread				
11.	Email dated January 5, 2023 from Joe Poore to Jeff Pratt and related thread				
12.	Email dated January 10, 2023 from Joe Poore to John Thompson and Mitch Livingston and related thread				
13.	Email dated January 12, 2023 from Joe Poore to Jeff Pratt and Moses Marure, Jr. and related thread				
14.	Email dated January 16, 2023 from Jeff Pratt to Joe Poore and Krista Rhynard and related thread				
15.	Email dated January 26, 2023 from Jeff Pratt to Joe Poore, Krista Rhynard, and John Warren and				

	related thread				
16.	Email dated January 31, 2023 from Jeff Pratt to John Warren, Joe Poore, and April Kelly and related thread				
17.	Email dated February 3, 2023 from Jeff Pratt to Joe Poore and related thread				
18.	Email dated February 24, 2023 from Jeff Pratt to John Warren and related thread				
19.	Email dated March 2, 2023 from Jeff Pratt to John Warren and related thread				
20.	Email dated March 8, 2023 from Jeff Pratt to John Warren and related thread				
21.	Email dated March 10, 2023 from Jeff Pratt to John Warren and related thread				
22.	Email dated March 22, 2023 from Jeff Prat to Joe Poore and John Warren and related thread				
23.	Email dated March 21, 2023 from Joe Poore to Mitch Livingston and related thread				
24.	Email dated March 30, 2023 from Jeff Pratt to Joe Poore				
25.	Email dated March 31, 2023 from Jeff Pratt to Joe Poore and related thread				
26.	Email dated April 21, 2023 from Monica Xia to Joe Poore and related thread				
27.	Email dated February 9, 2023 from Joe Poore to Mitch Livingston and John Thompson and related thread				
28.	Email dated September 30, 2022 from Joe Poore to Monica Xia and related thread				
29.	Email dated November 29, 2022 from Joe Poore to Jeff Pratt, Monica Xia, and Core Scientific Billing and related thread				
30.	Email dated December 29, 2022 from Joe Poore to Monica Xia and related thread				
31.	Email dated January 19, 2023 from Jeff Pratt to Joe Poore				
32.	Email dated January 20, 2023 from Monica Xia to Joe Poore and related thread				
33.	Email dated January 31, 2023 from Joe Poore to Monica Xia and related thread				
34.	Email dated February 24, 2023 from Joe Poore to Jeff Pratt and related thread				
35.	Email dated March 25, 2023 from Jeff Pratt to Joe Poore and John Warren and related thread				
36.	Email dated February 16, 2022 from Joe Poore to Monica Xia and Core Scientific Inc. Billing and				

	related thread				
37.	GEM Mining 1, LLC Proof of Claim [Claim No. 617]				
38.	GEM Mining 4, LLC Proof of Claim [Claim No. 572]				
	Any pleading or other document filed with the Court on the docket of the above-styled chapter 11 cases				
	Any exhibit necessary to rebut the evidence of testimony of any witness offered or designated by any other party				
	Any exhibit listed by any other party				

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RESERVATION OF RIGHTS

GEM Mining reserves the right to call or to introduce one or more, or none, of the witnesses and exhibits listed above, and further reserve the right to supplement this list at any time prior to the hearing. GEM Mining reserves the right to offer into evidence any exhibit necessary to rebut evidence or testimony offered by any other party and any exhibits listed or used by any other party.

Respectfully submitted this the 17th day of May, 2023.

Respectfully submitted,

BY: /s/ Evan N. Parrott

Evan N. Parrott

*Attorney for Gem Mining 1, LLC and
GEM Mining 4, LLC*

MAYNARD NEXSEN, P.C.

Stephen C. Jackson, Texas Bar No. 24090637
1901 Sixth Avenue North
Suite 1700
Birmingham, AL 35203
(205) 254-1000
sjackson@maynardnexsen.com

and

MAYNARD NEXSEN, P.C.

Evan N. Parrott, Ala. Bar No. ASB-1950-O65A
(Admitted *Pro Hac Vice*)
11 North Water Street
RSA Battle House Tower
Suite 24290
Mobile, AL 36602
(251) 432-0001
eparrott@maynardnexsen.com

CERTIFICATE OF SERVICE

I hereby certify that on May 17, 2023, a true and correct copy of the foregoing document was served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Evan N. Parrott
Of Counsel